

P13000065537

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**COR AMND/RESTATE/CORRECT OR O/D RESIGN
ALL SMILES GENERAL DENTISTRY, P.A.**

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**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
ALL SMILES GENERAL DENTISTRY, P.A.
a Florida professional corporation**

All Smiles General Dentistry, P.A., a professional corporation organized and existing under the laws of the State of Florida (the "Corporation"), hereby certifies as follows:

1. The name of the corporation is All Smiles General Dentistry, P.A. The Corporation's original Articles of Incorporation (Document No. P13000065537) were filed with the Florida Department of State on August 6, 2013, effective August 15, 2013.

2. These Amended and Restated Articles of Incorporation were duly adopted by Written Consent of the Corporation's Shareholders and Board of Directors dated December 28, 2016 in accordance with Sections 607.1006 and 607.1007 of the Florida Business Corporation Act (the "FBCA"). There were no voting groups entitled to vote separately on the amendment.

3. The Amended and Restated Articles of Incorporation of the Corporation shall read in their entirety as follows:

ARTICLE I
NAME

The name of the corporation is **ALL SMILES GENERAL DENTISTRY, INC.** (the "Corporation").

ARTICLE II
PRINCIPAL OFFICE

The principal place of business and mailing address of the Corporation is 12404 W. Dixie Highway, North Miami, Florida 33161.

ARTICLE III
EXISTENCE AND DURATION

This Corporation commenced its existence effective as of August 15, 2013, and shall exist perpetually thereafter unless sooner dissolved according to law.

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ARTICLE IV
PURPOSE

The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the FBCA.

ARTICLE V
CAPITAL STOCK

The Corporation is authorized to issue 100 shares of common stock, par value \$1.00 per share.

ARTICLE VI
REGISTERED AGENT AND OFFICE

The name of the registered agent of the Corporation is Shanna Bernkrant, DMD. The street address of the registered agent of the Corporation is 12404 W. Dixie Highway, North Miami, Florida 33161.

ARTICLE VII
DIRECTORS

The Board of Directors of the Corporation shall consist of two (2) directors at this time, and shall never be less than one. The names and street addresses of the directors of the Corporation are:

Shanna S. Bernkrant, DMD
12404 W. Dixie Highway
North Miami, FL 33161

Ross Bernkrant, CPA
12404 W. Dixie Highway
North Miami, FL 33161

ARTICLE VIII
AFFILIATED TRANSACTIONS AND CONTROL SHARE ACQUISITIONS

This Corporation expressly elects not to be governed by either Section 607.0901 or Section 607.0902 of the Florida Business Corporation Act, as each may be amended from time to time, which sections relate to affiliated transactions and control share acquisitions.

ARTICLE IX
EFFECTIVE DATE

The effective date of these Amended and Restated Articles of Incorporation shall be January 1, 2017.

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IN WITNESS WHEREOF, the Corporation has caused these Amended and Restated Articles of Incorporation to be signed and filed by a duly authorized officer of the Corporation this 28th day of December, 2016.

ALL SMILES GENERAL DENTISTRY, P.A.

By: 

Shaana Bernkrant, DMD, President

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ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for **ALL SMILES GENERAL DENTISTRY, INC.**, 12404 W. Dixie Highway, North Miami, Florida 33161, and being familiar with the obligations of that position, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

December 28, 2016


Shana Bernkrant, DMD